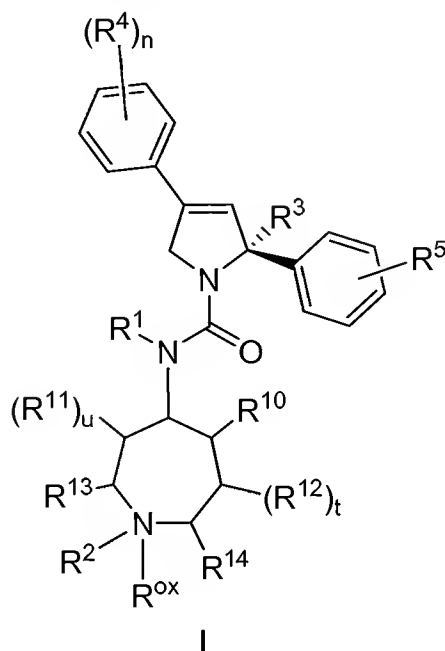


**In the claims:**

1. (Currently amended) A compound of Formula I:



or a pharmaceutically acceptable salt or stereoisomer thereof,

wherein:

- a is 0 or 1;  
b is 0 or 1;  
m is 0, 1, or 2;  
n is 0, 1, 2 or 3;  
r is 0 or 1;  
s is 0 or 1;  
t is 0, 1 or 2;  
u is 0, 1, or 2;

R<sup>1</sup> and R<sup>2</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl and (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>3</sup> is selected from:

- 1) ~~H~~hydrogen,
- 2) C<sub>1</sub>-C<sub>10</sub> alkyl;
- 3) C<sub>1</sub>-C<sub>10</sub> alkyl-O-R<sup>d</sup>,
- 4) C<sub>2</sub>-C<sub>10</sub> alkenyl-O-R<sup>d</sup>,
- 5) C<sub>2</sub>-C<sub>10</sub> alkynyl-O-R<sup>d</sup>,
- 6) (C<sub>1</sub>-C<sub>6</sub>-alkylene)<sub>n</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl-O-R<sup>d</sup>,
- 7) C<sub>1</sub>-C<sub>10</sub> alkyl-(C=O)<sub>b</sub>-NR<sup>c</sup>R<sup>c'</sup>,
- 8) C<sub>2</sub>-C<sub>10</sub> alkenyl-(C=O)<sub>b</sub>NR<sup>c</sup>R<sup>c'</sup>,
- 9) C<sub>2</sub>-C<sub>10</sub> alkynyl-(C=O)<sub>b</sub>NR<sup>c</sup>R<sup>c'</sup>,
- 10) (C<sub>1</sub>-C<sub>6</sub>-alkylene)<sub>n</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl-(C=O)<sub>b</sub>NR<sup>c</sup>R<sup>c'</sup>,
- 11) C<sub>1</sub>-C<sub>10</sub> alkyl-S(O)<sub>m</sub>-R<sup>d</sup>,
- 12) C<sub>2</sub>-C<sub>10</sub> alkenyl- S(O)<sub>m</sub>-R<sup>d</sup>,
- 13) C<sub>2</sub>-C<sub>10</sub> alkynyl- S(O)<sub>m</sub>-R<sup>d</sup>,
- 14) (C<sub>1</sub>-C<sub>6</sub>-alkylene)<sub>n</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl- S(O)<sub>m</sub>-R<sup>d</sup>,

said alkyl, alkenyl, alkynyl and cycloalkyl are optionally substituted with one or more substituents selected from R<sup>6</sup>;

R<sup>4</sup> is independently selected from:

- 1) (C=O)<sub>a</sub>O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 2) (C=O)<sub>a</sub>O<sub>b</sub>aryl,
- 3) CO<sub>2</sub>H,
- 4) halo,
- 5) CN,
- 6) OH,
- 7) O<sub>b</sub>C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,
- 8) O<sub>a</sub>(C=O)<sub>b</sub>NR<sup>8</sup>R<sup>9</sup>,
- 9) S(O)<sub>m</sub>R<sup>a</sup>,
- 10) S(O)<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>,
- 11) -OPO(OH)<sub>2</sub>;

said alkyl, ~~and~~ aryl, ~~alkenyl~~, ~~alkynyl~~, ~~heterocyclyl~~, and ~~cycloalkyl~~ optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>5</sup> is selected from:

- 1) hydrogen;

- 2)  $(\text{C}=\text{O})_a\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,
- 3)  $(\text{C}=\text{O})_a\text{O}_b$ aryl,
- 4)  $\text{CO}_2\text{H}$ ,
- 5) halo,
- 6)  $\text{CN}$ ,
- 7)  $\text{OH}$ ,
- 8)  $\text{O}_b\text{C}_1\text{-C}_6$  perfluoroalkyl,
- 9)  $\text{O}_a(\text{C}=\text{O})_b\text{NR}^8\text{R}^9$ ,
- 10)  $\text{S}(\text{O})_m\text{R}^a$ ,
- 11)  $\text{S}(\text{O})_2\text{NR}^8\text{R}^9$ ,
- 12)  $-\text{OPO}(\text{OH})_2$ ;

said alkyl, and aryl, ~~alkenyl, alkynyl, heterocyclyl, and cycloalkyl~~ optionally substituted with one, two or three substituents selected from  $\text{R}^7$ ;

$\text{R}^6$  is independently selected from:

- 1)  $(\text{C}=\text{O})_a\text{O}_b\text{C}_1\text{-C}_{10}$  alkyl,
- 2)  $(\text{C}=\text{O})_a\text{O}_b$ aryl,
- 3)  $\text{C}_2\text{-C}_{10}$  alkenyl,
- 4)  $\text{C}_2\text{-C}_{10}$  alkynyl,
- 5)  $(\text{C}=\text{O})_a\text{O}_b$  heterocyclyl,
- 6)  $\text{CO}_2\text{H}$ ,
- 7) halo,
- 8)  $\text{CN}$ ,
- 9)  $\text{OH}$ ,
- 10)  $\text{O}_b\text{C}_1\text{-C}_6$  perfluoroalkyl,
- 11)  $\text{O}_a(\text{C}=\text{O})_b\text{NR}^8\text{R}^9$ ,
- 12)  $\text{S}(\text{O})_m\text{R}^a$ ,
- 13)  $\text{S}(\text{O})_2\text{NR}^8\text{R}^9$ ,
- 14) oxo,
- 15)  $\text{CHO}$ ,
- 16)  $(\text{N}=\text{O})\text{R}^8\text{R}^9$ , or
- 17)  $(\text{C}=\text{O})_a\text{O}_b\text{C}_3\text{-C}_8$  cycloalkyl,
- 18)  $-\text{OPO}(\text{OH})_2$ ;

said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one, two or three substituents selected from  $\text{R}^7$ ;

R<sup>7</sup> is selected from:

- 1) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>1</sub>-C<sub>10</sub>)alkyl,
- 2) O<sub>r</sub>(C<sub>1</sub>-C<sub>3</sub>)perfluoroalkyl,
- 3) oxo,
- 4) OH,
- 5) halo,
- 6) CN,
- 7) (C<sub>2</sub>-C<sub>10</sub>)alkenyl,
- 8) (C<sub>2</sub>-C<sub>10</sub>)alkynyl,
- 9) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>3</sub>-C<sub>6</sub>)cycloalkyl,
- 10) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-aryl,
- 11) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-heterocyclyl,
- 12) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-N(R<sup>b</sup>)<sub>2</sub>,
- 13) C(O)R<sup>a</sup>,
- 14) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>R<sup>a</sup>,
- 15) C(O)H,
- 16) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>H,
- 17) (C=O)<sub>r</sub>N(R<sup>b</sup>)<sub>2</sub>,
- 18) S(O)<sub>m</sub>R<sup>a</sup>,
- 19) S(O)<sub>2</sub>N(R<sup>b</sup>)<sub>2</sub>, and
- 20) -OPO(OH)<sub>2</sub>;

said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, alkylene and heterocyclyl is optionally substituted with up to three substituents selected from R<sup>b</sup>, OH, (C<sub>1</sub>-C<sub>6</sub>)alkoxy, halogen, CO<sub>2</sub>H, CN, O(C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, oxo, NO<sub>2</sub> and N(R<sup>b</sup>)<sub>2</sub>;

R<sup>8</sup> and R<sup>9</sup> are independently selected from:

- 1) H,
- 2) (C=O)O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 3) (C=O)O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 4) (C=O)O<sub>b</sub>aryl,
- 5) (C=O)O<sub>b</sub>heterocyclyl,
- 6) C<sub>1</sub>-C<sub>10</sub> alkyl,
- 7) aryl,
- 8) C<sub>2</sub>-C<sub>10</sub> alkenyl,

- 9) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 10) heterocyclyl,
- 11) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 12) SO<sub>2</sub>R<sup>a</sup>, and
- 13) (C=O)NR<sup>b</sup><sub>2</sub>,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one, two or three substituents selected from R<sup>7</sup>, or

R<sup>8</sup> and R<sup>9</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>10</sup> is selected from: H and F;

R<sup>11</sup> and R<sup>12</sup> are independently selected from: F and -CH<sub>2</sub>F;

R<sup>13</sup> and R<sup>14</sup> are independently selected from: H and -CH<sub>2</sub>F;

R<sup>ox</sup> is absent or is oxo;

R<sup>a</sup> is independently selected from: (C<sub>1</sub>-C<sub>6</sub>)alkyl, (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, aryl, or heterocyclyl, optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>b</sup> is independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl, (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, (C=O)OC<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)aryl, (C=O)heterocyclyl, (C=O)NR<sup>c</sup>R<sup>c'</sup> or S(O)<sub>2</sub>R<sup>a</sup>, ~~optionally substituted with one, two or three substituents selected from R<sup>7</sup>;~~

R<sup>c</sup> and R<sup>c'</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, NH<sub>2</sub>, OH, OR<sup>a</sup>, -(C<sub>1</sub>-C<sub>6</sub>)alkyl-OH, -(C<sub>1</sub>-C<sub>6</sub>)alkyl-O-(C<sub>1</sub>-C<sub>6</sub>)alkyl, (C=O)OC<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)aryl, (C=O)heterocyclyl, (C=O)NR<sup>c</sup>R<sup>c'</sup>, S(O)<sub>2</sub>R<sup>a</sup> and -(C<sub>1</sub>-C<sub>6</sub>)alkyl-N(R<sup>b</sup>)<sub>2</sub>, wherein the alkyl is optionally substituted with one, two or three substituents selected from R<sup>7</sup>; or

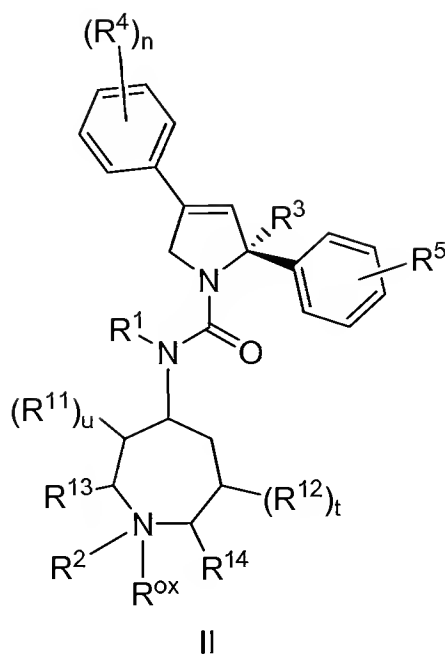
R<sup>c</sup> and R<sup>c'</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>d</sup> is selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, -(C<sub>2</sub>-C<sub>6</sub>)alkyl-OH, -(C<sub>1</sub>-C<sub>6</sub>)alkyl-O-(C<sub>1</sub>-C<sub>6</sub>)alkyl and - (C<sub>1</sub>-C<sub>6</sub>)alkyl-N(R<sup>b</sup>)<sub>2</sub>, wherein the alkyl is optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>e</sup> and R<sup>e'</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl and (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, ~~optionally substituted with one, two or three substituents selected from R<sup>7</sup>~~; or

R<sup>e</sup> and R<sup>e'</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>.

2. (Currently amended) The compound according to Claim 1 of Formula II:



or a pharmaceutically acceptable salt or stereoisomer thereof,  
wherein:

- a is 0 or 1;
- b is 0 or 1;
- m is 0, 1, or 2;
- n is 0, 1, 2 or 3;
- r is 0 or 1;
- s is 0 or 1;
- t is 0 or 1;
- u is 0 or 1;

R<sup>1</sup> and R<sup>2</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl and (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>3</sup> is selected from:

- 1) hydrogen;
- 2) C<sub>1</sub>-C<sub>10</sub> alkyl;
- 3) C<sub>1</sub>-C<sub>10</sub> alkyl-O-R<sup>d</sup>,
- 4) C<sub>2</sub>-C<sub>10</sub> alkenyl-O-R<sup>d</sup>,

- 5) C<sub>2</sub>-C<sub>10</sub> alkynyl-O-R<sup>d</sup>,
- 6) (C<sub>1</sub>-C<sub>6</sub>-alkylene)<sub>n</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl-O-R<sup>d</sup>,
- 7) C<sub>1</sub>-C<sub>10</sub> alkyl-(C=O)<sub>b</sub>-NR<sup>c</sup>R<sup>c</sup> ',
- 8) C<sub>2</sub>-C<sub>10</sub> alkenyl-(C=O)<sub>b</sub>NR<sup>c</sup>R<sup>c</sup> ',
- 9) C<sub>2</sub>-C<sub>10</sub> alkynyl-(C=O)<sub>b</sub>NR<sup>c</sup>R<sup>c</sup> ',
- 10) (C<sub>1</sub>-C<sub>6</sub>-alkylene)<sub>n</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl-(C=O)<sub>b</sub>NR<sup>c</sup>R<sup>c</sup> ',
- 11) C<sub>1</sub>-C<sub>10</sub> alkyl-S(O)<sub>m</sub>-R<sup>d</sup>,
- 12) C<sub>2</sub>-C<sub>10</sub> alkenyl- S(O)<sub>m</sub>-R<sup>d</sup>,
- 13) C<sub>2</sub>-C<sub>10</sub> alkynyl- S(O)<sub>m</sub>-R<sup>d</sup>,
- 14) (C<sub>1</sub>-C<sub>6</sub>-alkylene)<sub>n</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl- S(O)<sub>m</sub>-R<sup>d</sup>,

said alkyl, alkenyl, alkynyl and cycloalkyl are optionally substituted with one or more substituents selected from R<sup>6</sup>;

R<sup>4</sup> is independently selected from:

- 1) (C=O)<sub>a</sub>O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 2) (C=O)<sub>a</sub>O<sub>b</sub>aryl,
- 3) CO<sub>2</sub>H,
- 4) halo,
- 5) CN,
- 6) OH,
- 7) O<sub>b</sub>C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,
- 8) O<sub>a</sub>(C=O)<sub>b</sub>NR<sup>8</sup>R<sup>9</sup>,
- 9) S(O)<sub>m</sub>R<sup>a</sup>,
- 10) S(O)<sub>2</sub>NR<sup>8</sup>R<sup>9</sup>, and
- 11) -OPO(OH)<sub>2</sub>;

said alkyl, and aryl, ~~alkenyl, alkynyl, heterocyclyl, and cycloalkyl~~ optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>5</sup> is selected from:

- 1) hydrogen;
- 2) (C=O)<sub>a</sub>O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 3) (C=O)<sub>a</sub>O<sub>b</sub>aryl,
- 4) CO<sub>2</sub>H,



- 5) halo,
- 6) CN,
- 7) OH,
- 8)  $O_bC_1-C_6$  perfluoroalkyl,
- 9)  $O_a(C=O)_bNR^8R^9$ ,
- 10)  $S(O)_mR^a$ ,
- 11)  $S(O)_2NR^8R^9$ ,

said alkyl, ~~and aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl~~ optionally substituted with one, two or three substituents selected from  $R^7$ ;

$R^6$  is independently selected from:

- 1)  $(C=O)_aO_bC_1-C_{10}$  alkyl,
- 2)  $(C=O)_aO_b$ aryl,
- 3)  $C_2-C_{10}$  alkenyl,
- 4)  $C_2-C_{10}$  alkynyl,
- 5)  $(C=O)_aO_b$  heterocyclyl,
- 6)  $CO_2H$ ,
- 7) halo,
- 8) CN,
- 9) OH,
- 10)  $O_bC_1-C_6$  perfluoroalkyl,
- 11)  $O_a(C=O)_bNR^8R^9$ ,
- 12)  $S(O)_mR^a$ ,
- 13)  $S(O)_2NR^8R^9$ ,
- 14) oxo,
- 15) CHO,
- 16)  $(N=O)R^8R^9$ , or
- 17)  $(C=O)_aO_bC_3-C_8$  cycloalkyl, and
- 18)  $-OPO(OH)_2$ ;

said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one, two or three substituents selected from  $R^7$ ;

$R^7$  is selected from:

- 1)  $(C=O)_rO_s(C_1-C_{10})$ alkyl,
- 2)  $O_r(C_1-C_3)$ perfluoroalkyl,

- 3) oxo,
- 4) OH,
- 5) halo,
- 6) CN,
- 7) (C<sub>2</sub>-C<sub>10</sub>)alkenyl,
- 8) (C<sub>2</sub>-C<sub>10</sub>)alkynyl,
- 9) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>3</sub>-C<sub>6</sub>)cycloalkyl,
- 10) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-aryl,
- 11) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-heterocyclyl,
- 12) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-N(R<sup>b</sup>)<sub>2</sub>,
- 13) C(O)R<sup>a</sup>,
- 14) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>R<sup>a</sup>,
- 15) C(O)H,
- 16) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>H,
- 17) C(O)N(R<sup>b</sup>)<sub>2</sub>,
- 18) S(O)<sub>m</sub>R<sup>a</sup>,
- 19) S(O)<sub>2</sub>N(R<sup>b</sup>)<sub>2</sub>; and
- 20) -OPO(OH)<sub>2</sub>;

said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, alkylene and heterocyclyl is optionally substituted with up to three substituents selected from R<sup>b</sup>, OH, (C<sub>1</sub>-C<sub>6</sub>)alkoxy, halogen, CO<sub>2</sub>H, CN, O(C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, oxo, NO<sub>2</sub> and N(R<sup>b</sup>)<sub>2</sub>;

R<sup>8</sup> and R<sup>9</sup> are independently selected from:

- 1) H,
- 2) (C=O)O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 3) (C=O)O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 4) (C=O)O<sub>b</sub>aryl,
- 5) (C=O)O<sub>b</sub>heterocyclyl,
- 6) C<sub>1</sub>-C<sub>10</sub> alkyl,
- 7) aryl,
- 8) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 9) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 10) heterocyclyl,
- 11) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 12) SO<sub>2</sub>R<sup>a</sup>, and

13)  $(C=O)NR^b_2$ ,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one, two or three substituents selected from  $R^7$ , or

$R^8$  and  $R^9$  can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from  $R^7$ ;

$R^{11}$  and  $R^{12}$  are independently selected from: F and  $-CH_2F$ ;

$R^{13}$  and  $R^{14}$  are independently selected from: H and  $-CH_2F$ , provided that when t is 1,  $R^{14}$  is H; and when u is 1,  $R^{13}$  is H;

$R^{ox}$  is absent or is oxo;

$R^a$  is independently selected from:  $(C_1-C_6)$ alkyl,  $(C_3-C_6)$ cycloalkyl, aryl, or heterocyclyl, optionally substituted with one, two or three substituents selected from  $R^7$ ;

$R^b$  is independently selected from: H,  $(C_1-C_6)$ alkyl, aryl, heterocyclyl,  $(C_3-C_6)$ cycloalkyl,  $(C=O)OC_1-C_6$  alkyl,  $(C=O)C_1-C_6$  alkyl,  $(C=O)$ aryl,  $(C=O)$ heterocyclyl,  $(C=O)NR^cR^{c'}$  or  $S(O)_2R^a$ , ~~optionally substituted with one, two or three substituents selected from  $R^7$ ;~~

$R^c$  and  $R^{c'}$  are independently selected from: H,  $(C_1-C_6)$ alkyl, aryl,  $NH_2$ , OH,  $OR^a$ ,  $-(C_1-C_6)$ alkyl-OH,  $-(C_1-C_6)$ alkyl-O- $(C_1-C_6)$ alkyl,  $(C=O)OC_1-C_6$  alkyl,  $(C=O)C_1-C_6$  alkyl,  $(C=O)$ aryl,  $(C=O)$ heterocyclyl,  $(C=O)NR^cR^{c'}$ ,  $S(O)_2R^a$  and  $-(C_1-C_6)$ alkyl- $N(R^b)_2$ , wherein the alkyl is optionally substituted with one, two or three substituents selected from  $R^7$ ; or

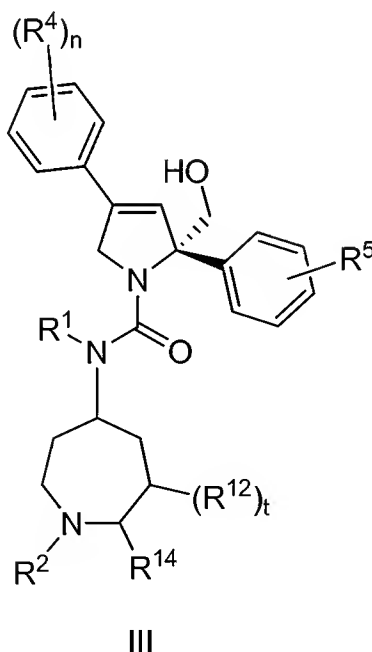
$R^c$  and  $R^{c'}$  can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from  $R^7$ ;

R<sup>d</sup> is selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, -(C<sub>2</sub>-C<sub>6</sub>)alkyl-OH, -(C<sub>1</sub>-C<sub>6</sub>)alkyl-O-(C<sub>1</sub>-C<sub>6</sub>)alkyl and -(C<sub>1</sub>-C<sub>6</sub>)alkyl-N(R<sup>b</sup>)<sub>2</sub>, wherein the alkyl is optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>e</sup> and R<sup>e'</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl and (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, ~~optionally substituted with one, two or three substituents selected from R<sup>7</sup>~~; or

R<sup>e</sup> and R<sup>e'</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>.

3. (Currently amended) The compound according to Claim 2 of the Formula III:



or a pharmaceutically acceptable salt or stereoisomer thereof,

wherein:

a is 0 or 1;

b is 0 or 1;  
m is 0, 1, or 2;  
n is 0, 1 or 2;  
r is 0 or 1;  
s is 0 or 1;  
t is 0 or 1;

R<sup>1</sup> and R<sup>2</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl and (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>4</sup> is independently selected from:

- 1) halo,
- 2) OH,
- 3) O<sub>b</sub>C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,

R<sup>5</sup> is selected from:

- 1) hydrogen,
- 2) halo,
- 3) OH,
- 4) O<sub>b</sub>C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,

R<sup>7</sup> is selected from:

- 1) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>1</sub>-C<sub>10</sub>)alkyl,
- 2) O<sub>r</sub>(C<sub>1</sub>-C<sub>3</sub>)perfluoroalkyl,
- 3) oxo,
- 4) OH,
- 5) halo,
- 6) CN,
- 7) (C<sub>2</sub>-C<sub>10</sub>)alkenyl,
- 8) (C<sub>2</sub>-C<sub>10</sub>)alkynyl,
- 9) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>3</sub>-C<sub>6</sub>)cycloalkyl,
- 10) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-aryl,
- 11) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-heterocyclyl,
- 12) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-N(R<sup>b</sup>)<sub>2</sub>,
- 13) C(O)R<sup>a</sup>,

- 14) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>R<sup>a</sup>,
- 15) C(O)H,
- 16) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>H, and
- 17) C(O)N(R<sup>b</sup>)<sub>2</sub>,
- 18) S(O)<sub>m</sub>R<sup>a</sup>, and
- 19) S(O)<sub>2</sub>N(R<sup>b</sup>)<sub>2</sub>;

said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, alkylene and heterocyclyl is optionally substituted with up to three substituents selected from R<sup>b</sup>, OH, (C<sub>1</sub>-C<sub>6</sub>)alkoxy, halogen, CO<sub>2</sub>H, CN, O(C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, oxo, NO<sub>2</sub> and N(R<sup>b</sup>)<sub>2</sub>;

R<sup>8</sup> and R<sup>9</sup> are independently selected from:

- 1) H,
- 2) (C=O)O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 3) (C=O)O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 4) (C=O)O<sub>b</sub>aryl,
- 5) (C=O)O<sub>b</sub>heterocyclyl,
- 6) C<sub>1</sub>-C<sub>10</sub> alkyl,
- 7) aryl,
- 8) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 9) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 10) heterocyclyl,
- 11) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 12) SO<sub>2</sub>R<sup>a</sup>, and
- 13) (C=O)NR<sup>b</sup><sub>2</sub>,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one, two or three substituents selected from R<sup>7</sup>, or

R<sup>8</sup> and R<sup>9</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>12</sup> is selected from: F and -CH<sub>2</sub>F;

R<sup>14</sup> is selected from: H and -CH<sub>2</sub>F, provided that when t is 1, R<sup>14</sup> is H;

R<sup>a</sup> is independently selected from: (C<sub>1</sub>-C<sub>6</sub>)alkyl, (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, aryl, or heterocyclyl, optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>b</sup> is independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl, (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, (C=O)OC<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)aryl, (C=O)heterocyclyl, (C=O)NR<sup>e</sup>R<sup>e'</sup> or S(O)<sub>2</sub>R<sup>a</sup>, ~~optionally substituted with one, two or three substituents selected from R<sup>7</sup>;~~

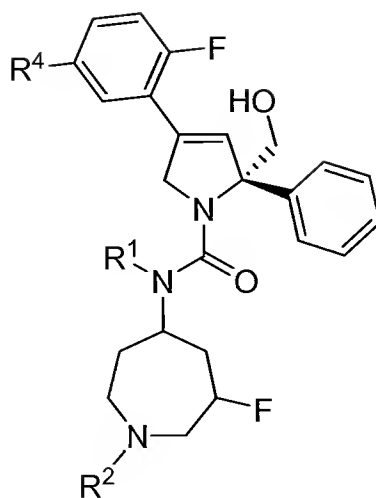
R<sup>c</sup> and R<sup>c'</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, NH<sub>2</sub>, OH, OR<sup>a</sup>, -(C<sub>1</sub>-C<sub>6</sub>)alkyl-OH, -(C<sub>1</sub>-C<sub>6</sub>)alkyl-O-(C<sub>1</sub>-C<sub>6</sub>)alkyl, (C=O)OC<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)aryl, (C=O)heterocyclyl, (C=O)NR<sup>e</sup>R<sup>e'</sup>, S(O)<sub>2</sub>R<sup>a</sup> and -(C<sub>1</sub>-C<sub>6</sub>)alkyl-N(R<sup>b</sup>)<sub>2</sub>, wherein the alkyl is optionally substituted with one, two or three substituents selected from R<sup>7</sup>; or

R<sup>c</sup> and R<sup>c'</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>e</sup> and R<sup>e'</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl and (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, ~~optionally substituted with one, two or three substituents selected from R<sup>7</sup>;~~ or

R<sup>e</sup> and R<sup>e'</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>.

4. (Currently amended) The compound according to Claim 3 of the Formula IV:



IV

or a pharmaceutically acceptable salt or stereoisomer thereof,

wherein:

- a is 0 or 1;
- b is 0 or 1;
- m is 0, 1, or 2;
- r is 0 or 1;
- s is 0 or 1;

R<sup>1</sup> and R<sup>2</sup> are independently selected from: H and (C<sub>1</sub>-C<sub>6</sub>)alkyl, optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>4</sup> is independently selected from:

- 1) halo,
- 2) OH,
- 3) O<sub>b</sub>C<sub>1</sub>-C<sub>6</sub> perfluoroalkyl,

R<sup>7</sup> is selected from:

- 1) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>1</sub>-C<sub>10</sub>)alkyl,
- 2) O<sub>r</sub>(C<sub>1</sub>-C<sub>3</sub>)perfluoroalkyl,
- 3) oxo,



- 4) OH,
- 5) halo,
- 6) CN,
- 7) (C<sub>2</sub>-C<sub>10</sub>)alkenyl,
- 8) (C<sub>2</sub>-C<sub>10</sub>)alkynyl,
- 9) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>3</sub>-C<sub>6</sub>)cycloalkyl,
- 10) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-aryl,
- 11) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-heterocyclyl,
- 12) (C=O)<sub>r</sub>O<sub>s</sub>(C<sub>0</sub>-C<sub>6</sub>)alkylene-N(R<sup>b</sup>)<sub>2</sub>,
- 13) C(O)R<sup>a</sup>,
- 14) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>R<sup>a</sup>,
- 15) C(O)H,
- 16) (C<sub>0</sub>-C<sub>6</sub>)alkylene-CO<sub>2</sub>H, and
- 17) C(O)N(R<sup>b</sup>)<sub>2</sub>,
- 18) S(O)<sub>m</sub>R<sup>a</sup>, and
- 19) S(O)<sub>2</sub>N(R<sup>b</sup>)<sub>2</sub>;

said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, alkylene and heterocyclyl is optionally substituted with up to three substituents selected from R<sup>b</sup>, OH, (C<sub>1</sub>-C<sub>6</sub>)alkoxy, halogen, CO<sub>2</sub>H, CN, O(C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, oxo, NO<sub>2</sub> and N(R<sup>b</sup>)<sub>2</sub>;

R<sup>8</sup> and R<sup>9</sup> are independently selected from:

- 1) H,
- 2) (C=O)O<sub>b</sub>C<sub>1</sub>-C<sub>10</sub> alkyl,
- 3) (C=O)O<sub>b</sub>C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 4) (C=O)O<sub>b</sub>aryl,
- 5) (C=O)O<sub>b</sub>heterocyclyl,
- 6) C<sub>1</sub>-C<sub>10</sub> alkyl,
- 7) aryl,
- 8) C<sub>2</sub>-C<sub>10</sub> alkenyl,
- 9) C<sub>2</sub>-C<sub>10</sub> alkynyl,
- 10) heterocyclyl,
- 11) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
- 12) SO<sub>2</sub>R<sup>a</sup>, and
- 13) (C=O)NR<sup>b</sup><sub>2</sub>,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one, two or three substituents selected from R<sup>7</sup>, or

R<sup>8</sup> and R<sup>9</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>a</sup> is independently selected from: (C<sub>1</sub>-C<sub>6</sub>)alkyl, (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, aryl, or heterocyclyl, optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>b</sup> is independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl, (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, (C=O)OC<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)aryl, (C=O)heterocyclyl, (C=O)NR<sup>c</sup>R<sup>c'</sup> or S(O)<sub>2</sub>R<sup>a</sup>, ~~optionally substituted with one, two or three substituents selected from R<sup>7</sup>;~~

R<sup>c</sup> and R<sup>c'</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, NH<sub>2</sub>, OH, OR<sup>a</sup>, -(C<sub>1</sub>-C<sub>6</sub>)alkyl-OH, -(C<sub>1</sub>-C<sub>6</sub>)alkyl-O-(C<sub>1</sub>-C<sub>6</sub>)alkyl, (C=O)OC<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)C<sub>1</sub>-C<sub>6</sub> alkyl, (C=O)aryl, (C=O)heterocyclyl, (C=O)NR<sup>c</sup>R<sup>c'</sup>, S(O)<sub>2</sub>R<sup>a</sup> and -(C<sub>1</sub>-C<sub>6</sub>)alkyl-N(R<sup>b</sup>)<sub>2</sub>, wherein the alkyl is optionally substituted with one, two or three substituents selected from R<sup>7</sup>; or

R<sup>c</sup> and R<sup>c'</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>;

R<sup>c</sup> and R<sup>c'</sup> are independently selected from: H, (C<sub>1</sub>-C<sub>6</sub>)alkyl, aryl, heterocyclyl and (C<sub>3</sub>-C<sub>6</sub>)cycloalkyl, ~~optionally substituted with one, two or three substituents selected from R<sup>7</sup>;~~ or

R<sup>c</sup> and R<sup>c'</sup> can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 3-7 members in each ring and optionally containing, in addition to the nitrogen, one or two additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one, two or three substituents selected from R<sup>7</sup>.

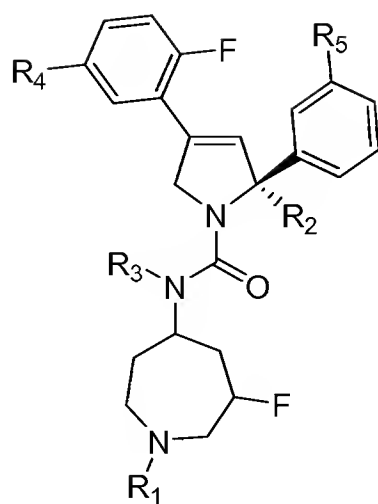
5. (Original) A compound selected from:



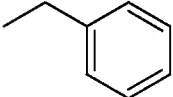
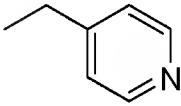
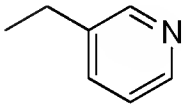
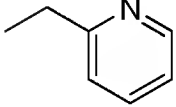
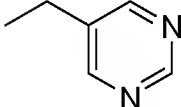
(2*S*)-4-(2,5-difluorophenyl)-*N*-[(4*R*,6*S*)-6-fluoro-1-methylazepan-4-yl]-2-(hydroxymethyl)-*N*-methyl-2-phenyl-2,5-dihydro-1*H*-pyrrole-1-carboxamide

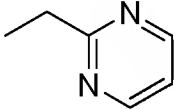
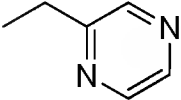
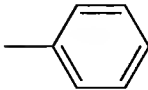
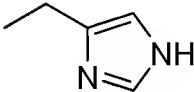
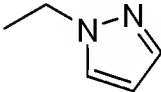
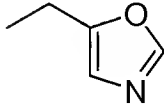
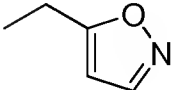
(2*S*)-4-(2,5-difluorophenyl)-*N*-[(4*S*,6*R*)-6-fluoro-1-methylazepan-4-yl]-2-(hydroxymethyl)-*N*-methyl-2-phenyl-2,5-dihydro-1*H*-pyrrole-1-carboxamide

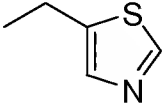
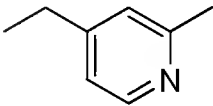
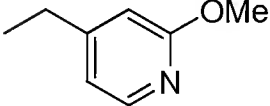
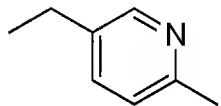
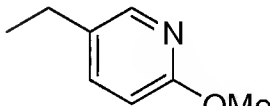


or a pharmaceutically acceptable salt thereof.

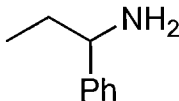
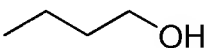
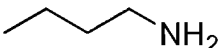
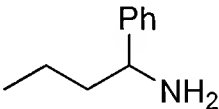
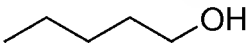
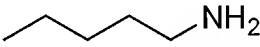
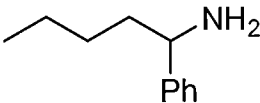
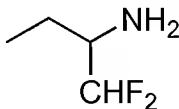
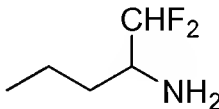
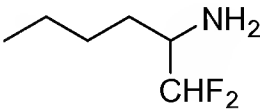
6. (Currently amended) The compound ~~according to Claim 1~~ which is selected from:

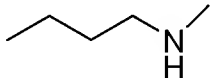
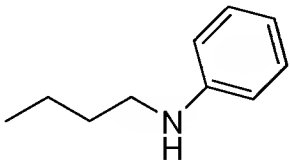
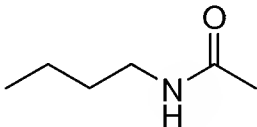
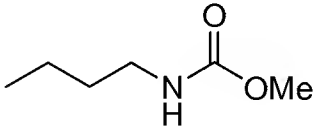
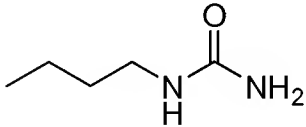
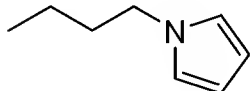


R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H

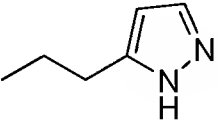
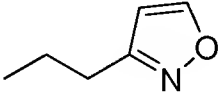
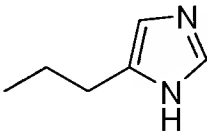
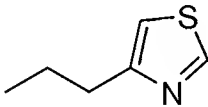


R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H



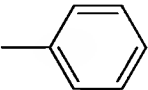
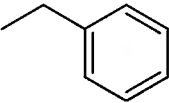
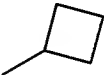
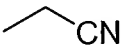
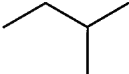
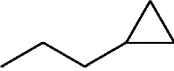
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
Me	Me	Me	F	H
Me		Me	F	H
Me		Me	F	H

R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H

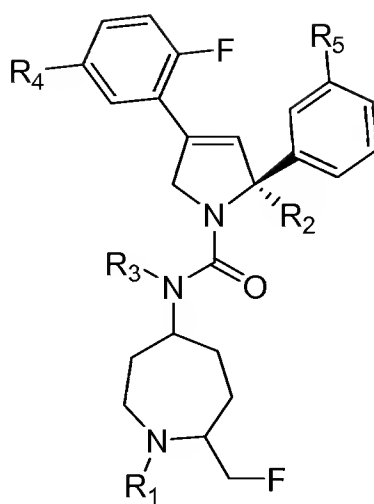
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H



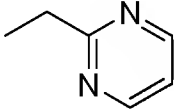
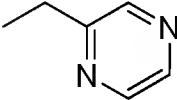
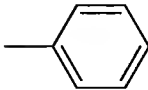
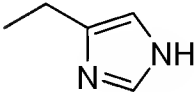
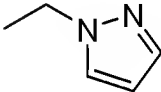
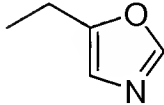
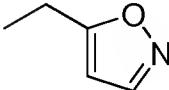
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H

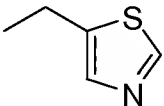
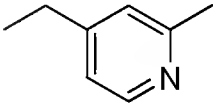
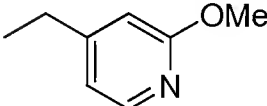
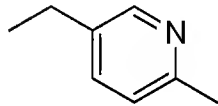
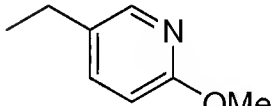


R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H

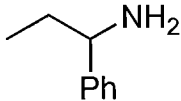
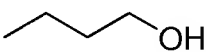
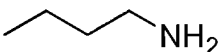
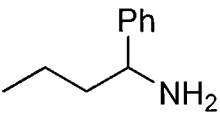
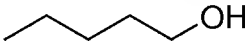
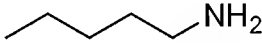
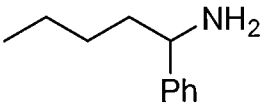
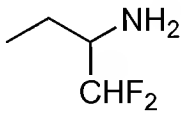
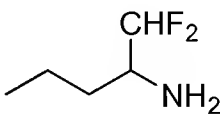
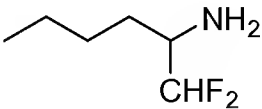
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me	CH <sub>2</sub> OH	Me	Cl	H
Me	CH <sub>2</sub> OH	Me	Br	H
Me	CH <sub>2</sub> OH	Me	CN	H
Me	CH <sub>2</sub> OH	Me	Me	H
Me	CH <sub>2</sub> OH	Me	CF <sub>3</sub>	H
Me	CH <sub>2</sub> OH	Me	NO <sub>2</sub>	H
Me	CH <sub>2</sub> OH	Me	F	OH
Me	CH <sub>2</sub> OH	Me	F	NH <sub>2</sub>
Me	CH <sub>2</sub> OH	Me	F	F
Me	CH <sub>2</sub> OH	Me	F	SH

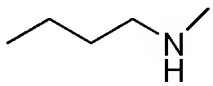
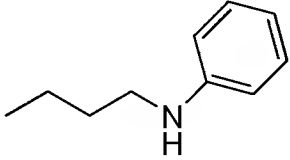
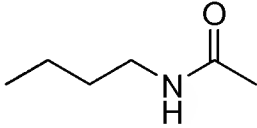
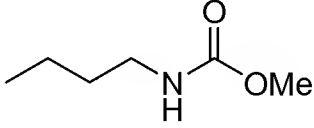
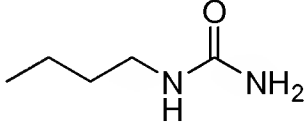
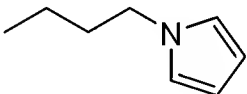


R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H

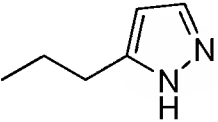
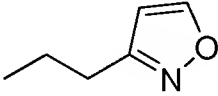
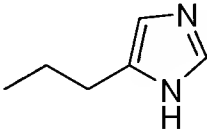
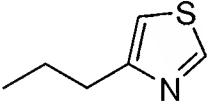


R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H



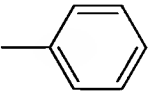
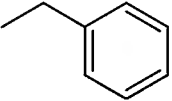
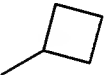
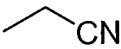
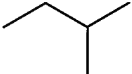
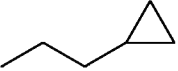
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
Me	Me	Me	F	H
Me		Me	F	H
Me		Me	F	H

R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H

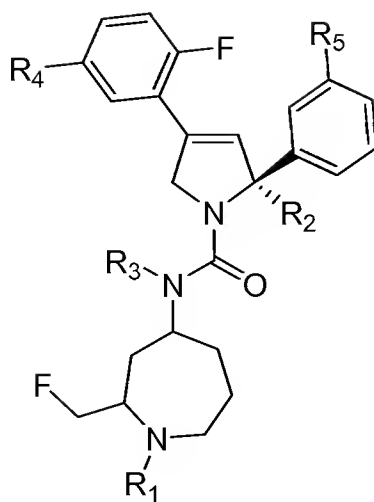
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H



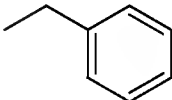
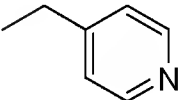
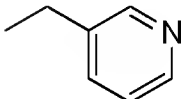
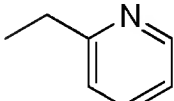
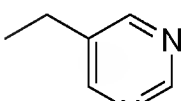


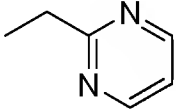
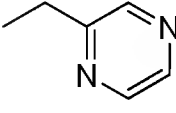
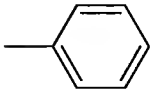
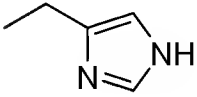
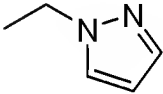
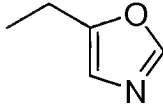
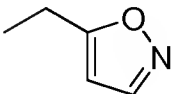
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H

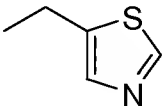
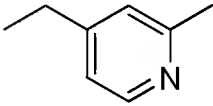
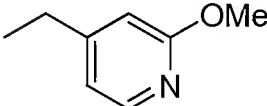
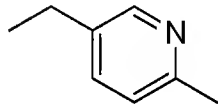
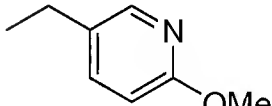

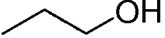
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H

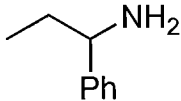
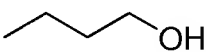
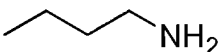
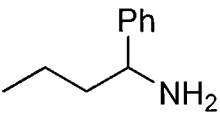
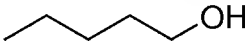
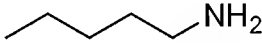
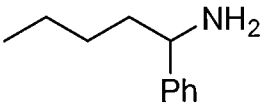
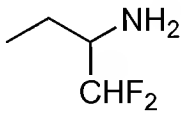
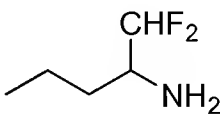
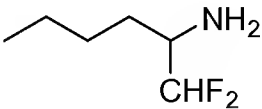
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me	CH <sub>2</sub> OH	Me	Cl	H
Me	CH <sub>2</sub> OH	Me	Br	H
Me	CH <sub>2</sub> OH	Me	CN	H
Me	CH <sub>2</sub> OH	Me	Me	H
Me	CH <sub>2</sub> OH	Me	CF <sub>3</sub>	H
Me	CH <sub>2</sub> OH	Me	NO <sub>2</sub>	H
Me	CH <sub>2</sub> OH	Me	F	OH
Me	CH <sub>2</sub> OH	Me	F	NH <sub>2</sub>
Me	CH <sub>2</sub> OH	Me	F	F
Me	CH <sub>2</sub> OH	Me	F	SH

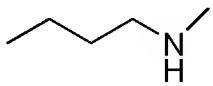
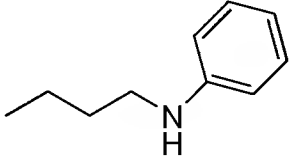
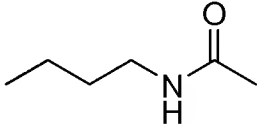
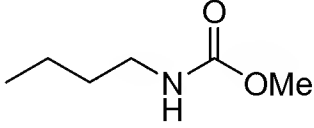
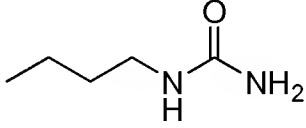
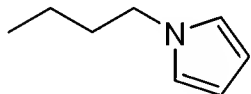


R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H

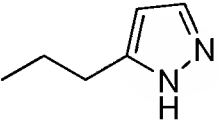
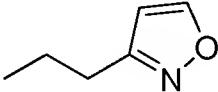
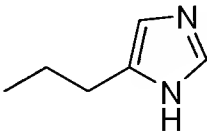
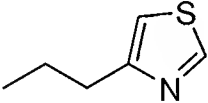


R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H



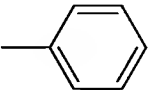
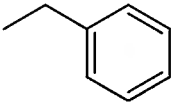
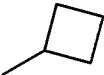
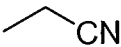
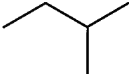
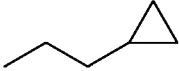
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
Me	Me	Me	F	H
Me		Me	F	H
Me		Me	F	H

R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H

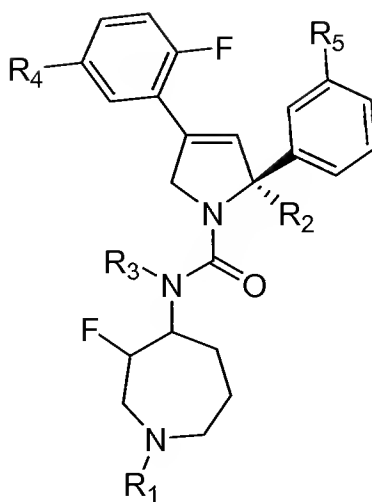
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H



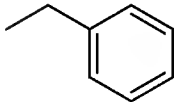
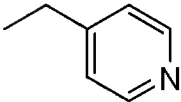
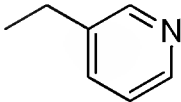
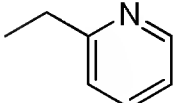
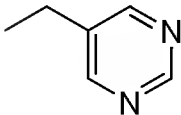


R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H

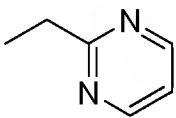
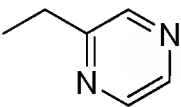
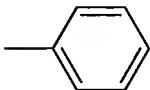
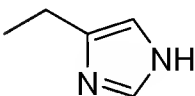
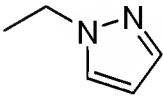
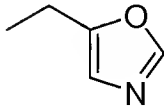
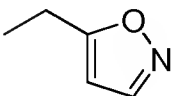
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H

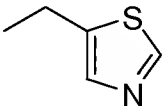
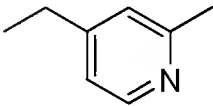
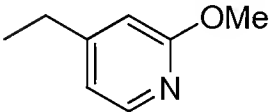
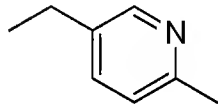
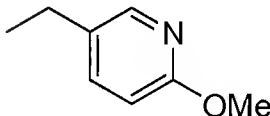

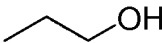
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me	CH <sub>2</sub> OH	Me	Cl	H
Me	CH <sub>2</sub> OH	Me	Br	H
Me	CH <sub>2</sub> OH	Me	CN	H
Me	CH <sub>2</sub> OH	Me	Me	H
Me	CH <sub>2</sub> OH	Me	CF <sub>3</sub>	H
Me	CH <sub>2</sub> OH	Me	NO <sub>2</sub>	H
Me	CH <sub>2</sub> OH	Me	F	OH
Me	CH <sub>2</sub> OH	Me	F	NH <sub>2</sub>
Me	CH <sub>2</sub> OH	Me	F	F
Me	CH <sub>2</sub> OH	Me	F	SH

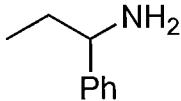
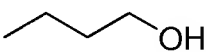
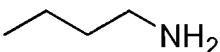
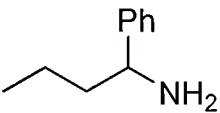
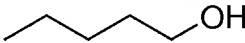
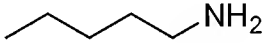
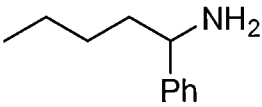
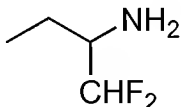
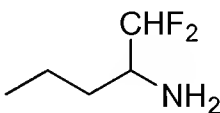
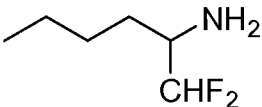


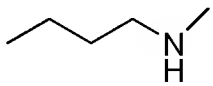
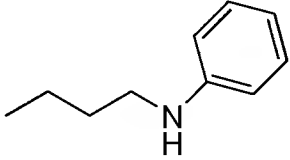
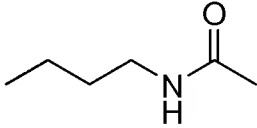
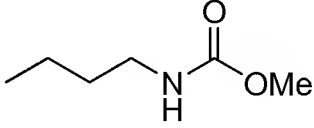
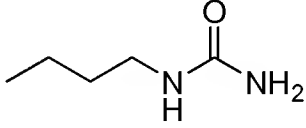
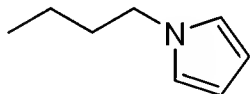
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H

-

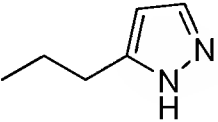
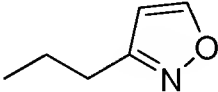
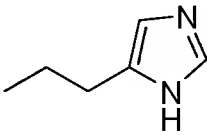
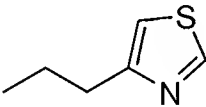


R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H



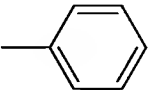
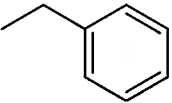
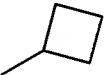
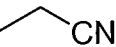
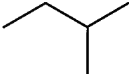
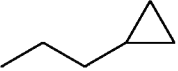
R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
	CH <sub>2</sub> OH	Me	F	H
Me	Me	Me	F	H
Me		Me	F	H
Me		Me	F	H

R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H

R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H



R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me		Me	F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H

R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H
Me	CH <sub>2</sub> OH		F	H

R <sub>1</sub>	R <sub>2</sub>	R <sub>3</sub>	R <sub>4</sub>	R <sub>5</sub>
Me	CH <sub>2</sub> OH	Me	Cl	H
Me	CH <sub>2</sub> OH	Me	Br	H
Me	CH <sub>2</sub> OH	Me	CN	H
Me	CH <sub>2</sub> OH	Me	Me	H
Me	CH <sub>2</sub> OH	Me	CF <sub>3</sub>	H
Me	CH <sub>2</sub> OH	Me	NO <sub>2</sub>	H
Me	CH <sub>2</sub> OH	Me	F	OH
Me	CH <sub>2</sub> OH	Me	F	NH <sub>2</sub>
Me	CH <sub>2</sub> OH	Me	F	F
Me	CH <sub>2</sub> OH	Me	F	SH

or a pharmaceutically acceptable salt or stereoisomer thereof.

7. (Original) A pharmaceutical composition that is comprised of a compound in accordance with Claim 1 and a pharmaceutically acceptable carrier.

8.-10. Cancelled

11.-19. Previously cancelled

20.-23. Cancelled

24.-26. Previously cancelled

27.-28. Cancelled

29. Previously cancelled

30.-33. Cancelled